INSTRUMENT PREPARED BY VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB 10/07/20-2758

ELECTIONS, UNIT: VH-531021

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS:

TAX MAP IDENTIFICATION UMBERS FOR ALL PARCELS AFFECTED BY THIS ORDER ARE SHOWN ON EXHIBIT (S) B & B-3 WHICH IS/ARE ATTACHED TO AND A PART OF THIS ORDER.

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on November 29, 2011, and recorded Instrument #201103368 at the Office of the Clerk of Circuit Court, Wise County, Virginia on December 16, 2011, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.

2. Findings: The Board finds that:

(a) The Board Order directed EQT Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;

(b) The designated operator filed its affidavit of mailing dated January 9, 2012, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;

(c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated May 11, 2012, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

(d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;

- (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37660 (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
- 3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN 37660 (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
- 4. <u>Mailing of Order and Filing of Affidavit:</u> The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
- 5. <u>Conclusion:</u> Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
- 6. <u>Effective Date:</u> This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 3/ day of 7/2012 by a majority of the Virginia Gas and Oil Board. Chairman, Bradley C. Lambert
DONE AND PERFORMED THIS 31 ST day of May , 2012 by Order of this Board.
Rick Cooper Principal Executive To The Staff Virginia Gas and Oil Board
STATE OF VIRGINIA) COUNTY OF RUSSELL) Acknowledged on this
Diane Davis, Notary 174394

My commission expires: September 30, 2013



SUPPLEMENT "B" VH-531021

created 02/14/2011

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN <u>UNIT</u>	GROSS ACREAGE IN UNIT	NET REVENUE INTEREST
	Gas Estate Only	GAS ESTATE ONLY			
1 Tax ID# 019429	ACIN, LLC Attn: John Mooney 5260 Irwin Road Hunnington, WV 25727	Leased 904576 WI-296 TC-44	1.48000000%	7.1000	0.00185000
Tract 1 Totals	EQT Production Company	-	1.48000000%	7.1000	0.01295000 <u>0.01480000</u>
2 Tax ID# 039563	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889 T-880	0.81000000%	3.8900	0.00101250
Tract 2 Totals	EQT Production Company		0.81000000%	3.8900	0.00708750 0.00810000
3 Tax ID# 039670	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889 T-905	61.58000000%	295.5600	0.07697500
Tract 3Totals	EQT Production Company	-	61.58000000%	295.5600	0.53882500 0.61580000
4 Tax ID# 039540	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 904576 WI-6	1.17000000%	5.6300	0.00146250
Tract 4 Totals	EQT Production Company		1.17000000%	5.6300	0.01023750 0.01170000
5 Tax ID# 039540	ACIN, LLC Attn: John Mooney 5260 Irwin Road Hunnington, WV 25727	Leased 904576 WI-6	6.93000000%	33.2600	0.00866250
Tract 5 Totals	EQT Production Company		6.93000000%	33.2600	0.06063750 0.06930000
6 Tax ID# 003994	Thomas Dotson 305 Hill Road Southern Pines, NC 28387 Tax ID# 003994	Unleased	0.19000000%	0.9200	0.00023750
Tract 6 Totals	EQT Production Company	-	0.19000000%	0.9200	0.00166250 0.00190000
7 Tax ID# 020095	ACIN, LLC Attn: John Mooney 5260 Irwin Road Hunnington, WV 25727	Leased 904576 WI-5	9.57000000%	45.9400	0.01196250
Tract 7 Totals	EQT Production Company		9.57000000%	45.9400	0.08373750 0.09570000
. Tuot / Totals			3.07 000000 76	40.0400	0.0337 0000

8 Tax ID# 004122	Myrtle Strouth P.O. Box 126 Wise, VA 24293	Leased 909073	2.54000000%	12.2100	0.00317500
Tract 8 Totals	EQT Production Company		2.54000000%	12.2100	0.02222500 0.02540000
9 Minerals Only	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889 T2-266	0.81000000%	3.9000	0.00101250
Tract 9 Totals	EQT Production Company		0.81000000%	3.9000	0.00708750 0.00810000
10 Tax ID# 004128	Jerry Strouth Barbara Strouth H & W 10151 Collins Hollow RD. Pound, VA 24279	Leased 909064	0.36000000%	1.7300	0.00045000
Tract 10 Totals	EQT Production Company		0.36000000%	1.7300	0.00315000 0.00360000
11 Tax ID# 003782	Wellmore Energy Company, LLC Attn: Brian Sullivan 110 Sprint Drive Blountville, TN 37612	Unleased	0.01000000%	0.0100	0.00001250
Tract 11 Totals	EQT Production Company		0.01000000%	0.0100	0.00008750 0.00010000
12 Tax ID# 035173	Larry Dean Baker Anna Marlene Baker H & W 10148 Collins Hollow RD. Pound, VA 24279	Leased 906856	1.05000000%	5.0200	0.00131250
Tract 12 Totals	EQT Production Company		1.05000000%	5.0200	0.00918750 0.01050000
13 Tax ID# 035172	Bobby D. Skeens Rosa Skeens H & W 10118 Collins Hollow RD.	Leased 906857	2.23000000%	10.7100	0.00278750
	Pound, VA 24279				
Tract 13 Totals	EQT Production Company		2.23000000%	10.7100	0.01951250 <u>0.02230000</u>
14 Tax ID# 002677	Goldsworth H. Davis & Lucille L. Davis h/w C/O Cecil M. Strouth P.O. Box 126 Wise, VA 24293	Unleased	0.38000000%	1.8400	0.00047500
Tract 14 Totals	EQT Production Company		0.38000000%	1.8400	0.00332500
15 Tax ID# 002677	Goldsworth H. Davis & Lucille L. Davis h/w C/O Cecil M. Strouth P.O. Box 126 Wise, VA 24293	Unleased	0.27000000%	1.2900	0.00380000 0.00033750
Tract 15 Totals	EQT Production Company		0.27000000%	1.2900	0.00236250 0.00270000
16 Tax ID# 002676	Bobby G. Strouth Carolyn Sue Strouth H & W 10100 Collins Hollow RD. Pound, VA 24279	Leased 909067& 909068	2.01000000%	9.6500	0.00251250
Tract 16 Totals	EQT Production Company	Ĉ.	2.040002220	0.0500	0.01758750
doc 15 Totals			2.01000000%	9.6500	0.02010000

17 Tax ID# 039104	Michael D.Strouth Peggy Strouth H & W 9989 Collins Hollow RD. Pound, VA 24279	Unleased	1.11000000%	5.3500	0.00138750
	EQT Production Company				0.00971250
Tract 17 Totals			1.11000000%	5.3500	0.01110000
18 Tax ID# 039103	Vivian L. Strouth 9965 Collins Hollow RD. Pound, VA 24279	Unleased	0.56000000%	2.7100	0.00070000
Tract 18 Totals	EQT Production Company		0.56000000%	2.7100	0.00490000 0.00560000
19 Tax ID# 039100	Debra L. Strouth 9957 Collins Hollow RD. Pound, VA 24279	Unleased	0.26000000%	1.2400	0.00032500
Tract 40 Tatala	EQT Production Company		0.00000000	10400	0.00227500
Tract 19 Totals			0.26000000%	1.2400	0.00260000
20 Tax ID# 004124	Ernest C. Strouth Virgie Strouth H & W 9946 Collins Hollow RD. Pound, VA 24279	Unleased	0.48000000%	2.3000	0.00000000
Tract 20 Totals	EQT Production Company		0.4800000%	2.3000	0.00420000 0.00480000
21 Tax ID# 039596	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889 T-879	4.48000000%	21.4800	0.00560000
Treet 04 Tetals	EQT Production Company			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	0.03920000
Tract 21 Totals			4.48000000%	21.4800	0.04480000
22 Tax ID# 002322	Robert Cecil Elizabeth Hoback, H & W P.O. Box 519 Coeburn, VA 24230	Leased 909216	0.02000000%	0.0800	0.00002500
Tract 22 Totals	EQT Production Company		0.02000000%	0.0000	0.00017500
rract 22 rotals			0.0200000%	0.0800	0.00020000
23 Tax ID# 039540	Range Resources-Pine Mountain, Inc. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA. 24212	Leased 906889 T2-272	1.45000000%	6.9800	0.00181250
Tract 22 Totals	EQT Production Company		4.450000004		0.01268750
Tract 23 Totals			1.45000000%	6.9800	0.01450000
24 Tax ID# 040860	Donald J. Adams & Melissa Adams h/w P.O. Box 126 Wise, VA 24293	Leased 980827	0.25000000%	1.2000	0.00031250
	EQT Production Company				0.00218750
Tract 24 Totals			0.25000000%	1.2000	0.00250000
	Total Gas Estate		100.00000000%	480.0000	1.00000000
	Percentage of Unit Leased Percentage of Unit Unleased		96.7400000% 3.26000000%		
	Acreage in Unit Leased Acreage in Unit Unleased			464.3400 15.6600	

EXHIBIT "B-3" VH-531021

TRACT	<u>LESSOR</u>	LEASE STATUS	INTEREST WITHIN <u>UNIT</u>	GROSS ACREAGE IN UNIT
		Gas Estate Only		
6	Thomas Dotson 305 Hill Road Southern Pines, NC 28387 Tax ID# 003994	Unleased	0.19000000%	0.9200
11	Wellmore Energy Company, LLC Attn: Brian Sullivan 110 Sprint Drive Blountville, TN 37612 Tax ID# 003782	Unleased	0.01000000%	0.0100
14	Goldsworth H. Davis & Lucille L. Davis h/w C/O Cecil M. Strouth P.O. Box 126 Wise, VA 24293 Tax ID# 002677	Unleased	0.38000000%	1.8400
15	Goldsworth H. Davis & Lucille L. Davis h/w C/O Cecil M. Strouth P.O. Box 126 Wise, VA 24293 Tax ID# 002677	Unleased	0.27000000%	1.2900
17	Michael D.Strouth Peggy Strouth H & W 9989 Collins Hollow RD. Pound, VA 24279 Tax ID# 039104	Unleased	1.11000000%	5.3500
18	Vivian L. Strouth 9965 Collins Hollow RD. Pound, VA 24279 Tax ID# 039103	Unleased	0.56000000%	2.7100
19	Debra L. Strouth 9957 Collins Hollow RD. Pound, VA 24279 Tax ID# 039100	Unleased	0.26000000%	1.2400
20	Ernest C. Strouth Virgie Strouth H & W 9946 Collins Hollow RD. Pound, VA 24279 Tax ID# 004124	Unleased	0.48000000%	2.3000
	Total Unleased		3.26000000%	15.6600

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number VH-531021 VGOB Docket No. VGOB-10/07/20-2758 in the Roberson Magisterial District of Wise County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

- 1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
- 2. That the Order entered on November 29,2011 by the Virginia Gas and Oil Board regarding the captioned Conventional Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
- 3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
- 4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on December 16, 2011.
- 5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

1

NONE



6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, as unknown or/unlocatable.

NONE

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

NONE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

See Exhibit B-3

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 11th day of May, 2012

Affiant

State of Tennessee) County of Sullivan)

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of EQT Production Company, a corporation, on behalf of the corporation, this _____ 11th____ day of _May, _2012.

My commission expires: October 24, 2012.



INSTRUMENT #201202136
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
JULY 30: 2012 AT 03:29PM

JACK KENNEDY JR., CLERK

Hagy, Sharon (DMME)

From:

VITASHARE System [vitashare@vita.virginia.gov]

Sent:

Thursday, August 09, 2012 8:14 AM

To:

Hagy, Sharon (DMME)

Subject:

New Transaction O7J7XS97TH9V71ZW-0005

Transaction details for Sharon Hagy(user shagy_1) _____

Job Id: 07J7XS97TH9V71ZW-0005

Date: Thu, Aug 9, at 08:13

Transaction Details:

Acknowledge Security Policy: I understand that this system is not intended for sensitive data.

Recipient's Email example- <u>user1@virginia.gov</u>, <u>user2@virginia.gov</u>: <u>ATolman@eqt.com</u>, <u>gloria.clark@dmme.virginia.gov</u>, <u>KKenny@eqt.com</u>, <u>KShannon@eqt.com</u>, <u>mbarbour@eqt.com</u>, sep@wilhoitandkaiser.com

Message - Describe file attachment: Please see the recorded supplemental orders for dockets: 2716 2720 2758 2807 2864 2884 Let me know if you are unable to download the files. Thank you, Sharon Hagy sharon.hagy@dmme.virginia.gov

Notify me when the file is downloaded?: Yes

Pin: 563317

Files:

2716_Supplemental-Original.tif 2720_Supplemental-Original.tif 2758_Supplemental-Original.tif 2807_Supplemental-Original.tif 2864_Supplemental-Original.tif 2884_Supplemental-Original.tif

View details here

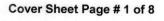
<http://vitashare.vita.virginia.gov/fcweb/viewJobLink.do?JOBIDX=07J7XS97TH9V71ZW>

Total Estimated File Size: 3398 KB

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Estimated Upload Time: 00:02:05

	Commonwealth of Virg Land Record Instruments Cover Sheet - Form A		ECORDED IN THE CLERK'S WISE COUNTY JULY 30, 2012 AT	202136 S OFFICE OF ON 03:29PM
C O R P	Date of Instrument: [7/24/2012] Instrument Type: [OTHER] Number of Parcels [15] Number of Pages [10]		J. JACK KENNEDY, JI RECORDED AY:	ADH ADH WOZ
	City County X [Wise County] (Box for Deed Stam	p Only)
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	[Virginia Gas and Oil Bo] [First Name	Middle Name or Initial	Suffix
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		Supplemental C [[ATTN John Mod	Instr. No [nis Juris. [
	Instrument Prepared By Recording Paid for By Return Recording To (Name) (Address 1)	[Virginia Gas and [DMME [Sharon Hagy [Division of Gas	d Oil Board] [WV] [25727

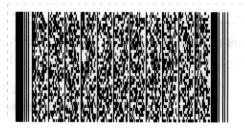


				Commonwealth of Virgin Land Record Instruments Continuation Cover Sheet Form C [ILS VLR Cover Sheet Agent 1.0.93]	nia			
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Instrument Control Number

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Instrument Control Number

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[Supplemental Order



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Parcel Identification No (PIN)

Short Property Description

Tax Map Num. (if different than PIN) [002677

Current Property Address (Address 1) [P.O. Box 126

(Address 2) [(City, State, Zip) [Wise

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				Prior Instr. Recorded at: City Cou Book [] Page Parcel Identification No (PIN) Tax Map Num. (if different than PIN) Short Property Description	nty X [Wise Cour e [] [[039100 [Supplemental Ord	Instr. No [Juris. [100]]]]
				Current Property Address (Address 1) (Address 2)		ow Rd]
				(City, State, Zip)	ESTORES CONTRACTOR OF THE STATE][V	A] [24279]



				Commonwealth of Virgin	la		
				Land Record Instruments Continuation Cover Sheet Form C [ILS VLR Cover Sheet Agent 1.0.93]			
A I	R A N T O	GRANTEE	C O R P	Date of Instrument: [7/24/2012] Instrument Type: [OTHER] Number of Parcels [15] Number of Pages [10] City County x [Wise County Grantors] /Grantees/Parcel Conti	(Box for Deed Stamp C	Only)
P					rst Name	Middle Name or Initial	Suffix
][][]][]][]][]][]][]][]][][][][][][][][
				Prior Instr. Recorded at: City Could Book [] Page Parcel Identification No (PIN) Tax Map Num. (if different than PIN) Short Property Description	nty x [Wise County [] [[004124 [Supplemental Order] Percent. in this Instr. No [Juris. [100]]]]]
				Current Property Address (Address 1) (Address 2) (City, State, Zip)	[9946 Collins Hollow F [[Pound] VA][24279]
				Prior Instr. Recorded at: City Cou Book [] Page Parcel Identification No (PIN) Tax Map Num. (if different than PIN) Short Property Description	inty X [Wise County e [] [002322 [Supplemental Order] Percent. in this Instr. No [Juris. [100]]]]
				Current Property Address (Address 1) (Address 2) (City, State, Zip)	[10]] VA][24230]

